

MATTHEW C. SOLOMON (appearing *pro hac vice*)  
msolomon@cgsh.com  
RAHUL MUKHI (SBN 350718)  
rmukhi@cgsh.com  
CLEARY GOTTLIEB STEEN & HAMILTON LLP  
2112 Pennsylvania Avenue  
Washington, DC 20037  
Telephone: (202) 974-1680

BRIAN KLEIN (SBN 258486)  
bklein@waymakerlaw.com  
ASHLEY MARTABANO (SBN 236357)  
amartabano@waymakerlaw.com  
WAYMAKER LLP  
515 S. Flower Street, Suite 3500  
Los Angeles, CA 90071  
Telephone: (424) 652-7814

*Attorneys for Defendants Payward, Inc.  
and Payward Ventures, Inc.*

*[Additional counsel on signature page]*

**UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

SECURITIES AND EXCHANGE  
COMMISSION,

Plaintiff,

v.

PAYWARD, INC.;  
PAYWARD VENTURES, INC.,

Defendants.

Case No.: 3:23-cv-06003-WHO

Judge: Hon. William H. Orrick III

**JOINT STIPULATION AND ~~PROPOSED~~  
ORDER MODIFYING BRIEFING  
SCHEDULE AND HEARING DATE FOR  
PLAINTIFF'S MOTION FOR JUDGMENT  
ON THE PLEADINGS**

1 Plaintiff Securities and Exchange Commission (“SEC”) and Defendants Payward, Inc. and  
2 Payward Ventures, Inc. (together, “Kraken” and with the SEC, the “Parties”) stipulate as follows:

3 **WHEREAS**, on September 23, 2024, Kraken filed its Motion to Certify Order on Motion to  
4 Dismiss for Interlocutory Appeal (“Interlocutory Appeal Motion”), ECF No. 92;

5 **WHEREAS**, the hearing on Kraken’s Interlocutory Appeal Motion is currently scheduled  
6 for December 4, 2024;

7 **WHEREAS**, on November 5, 2024, the SEC filed its Motion for Judgment on the Pleadings  
8 (“12(c) Motion”) on Defendants’ Eighth, Ninth, and Tenth Affirmative Defenses, ECF No. 103;

9 **WHEREAS**, the hearing on the 12(c) Motion is currently scheduled for December 18, 2024;

10 **WHEREAS**, under Local Rules 7-3(a) and 7-3(c) Kraken’s response to the 12(c) Motion  
11 must be filed by November 19, 2024, and the SEC’s reply is due by November 26, 2024;

12 **WHEREAS**, the Parties have agreed to modify the briefing schedule for the 12(c) Motion  
13 such that Kraken’s response shall be due no later than December 10, 2024 and the SEC’s reply shall  
14 be due no later than December 20, 2024;

15 **WHEREAS**, the Parties have also agreed to reschedule the hearing on the 12(c) Motion to  
16 January 8, 2025 to accommodate this modified briefing schedule;

17 **WHEREAS**, Kraken believes it would be most efficient to hold one consolidated hearing on  
18 both the Interlocutory Appeal Motion and the 12(c) Motion on January 8, 2025, and the SEC believes  
19 the hearing on the Interlocutory Appeal Motion should either be vacated and the matter taken under  
20 submission or should remain on December 4, 2024.

21 **THE PARTIES STIPULATE AND REQUEST AN ORDER**, that:

22 1. Kraken’s Response to the 12(c) Motion shall be filed no later than December 10,  
23 2024;

24 2. The SEC’s Reply in Support of the 12(c) Motion shall be filed no later than December  
25 20, 2024;

26 3. The hearing on the 12(c) Motion shall be scheduled for January 8, 2025, or for another  
27 date convenient for the Court;

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1           4.       The Parties request that the Court decide whether to adjourn the hearing for the  
2 Interlocutory Appeal Motion so that it is also held on January 8, 2025, vacate the hearing and take  
3 the matter under submission, or keep the currently scheduled hearing on December 4, 2024.  
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1 DATED: November 14, 2024

2 Respectfully submitted,

3 CLEARY GOTTlieb STEEN &  
4 HAMILTON LLP

SECURITIES AND EXCHANGE  
COMMISSION

5 By: /s/ Matthew C. Solomon

By: /s/ Peter Moores

6 MATTHEW C. SOLOMON (appearing *pro*  
7 *hac vice*)  
msolomon@cgsh.com  
2112 Pennsylvania Avenue  
8 Washington, DC 20037  
Telephone: (202) 974-1680

DANIEL BLAU (SBN 305008)  
blaud@sec.gov  
ALEC JOHNSON (SBN 270960)  
johnsonstu@sec.gov  
PETER MOORES  
mooresp@sec.gov  
ELIZABETH GOODY  
goodye@sec.gov

10 RAHUL MUKHI (SBN 350718)  
rmukhi@cgsh.com  
ALEXANDER JANGHORBANI  
11 (appearing *pro hac vice*)  
ajanghorbani@cgsh.com  
12 SAMUEL LEVANDER (appearing *pro hac*  
13 *vice*)  
slevander@cgsh.com  
One Liberty Plaza  
14 New York, NY 10006  
Telephone: (212) 225-2912

*Counsel for Plaintiff Securities and  
Exchange Commission*

16 WAYMAKER LLP

17 BRIAN KLEIN (SBN 258486)  
bklein@waymakerlaw.com  
18 ASHLEY MARTABANO (SBN 236357)  
amartabano@waymakerlaw.com  
19 BECKY S. JAMES (SBN 236357)  
bjames@waymakerlaw.com  
20 SCOTT MALZAHN (SBN 229204)  
smalzahn@waymakerlaw.com  
21 515 S. Flower Street, Suite 3500  
22 Los Angeles, CA 90071  
Telephone: (424) 652-7814

23 *Counsel for Defendants Payward, Inc. and*  
24 *Payward Ventures, Inc.*

**~~PROPOSED~~ ORDER**

Pursuant to stipulation, the briefing schedule on the 12(c) Motion is so ordered. The hearing on the 12(c) Motion will be held on January 8, 2025, at 2:00 PM. The hearing on the interlocutory appeal motion is vacated.

Dated: November 18, 2024

By: 

HON. WILLIAM H. ORRICK III  
UNITED STATES DISTRICT JUDGE

**FILER'S ATTESTATION**

I, Matthew C. Solomon, am the ECF User whose ID and password are being used to file this Joint Stipulation. In compliance with Civil Local Rule 5-1(i), I hereby attest that concurrence in the filing of this document has been obtained from each of the other signatories.

By: /s/ Matthew C. Solomon  
Matthew C. Solomon